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NATIONAL CABLE & TELECOMMUNICATIONS ASSOCIATION

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EX PARTE

January 28, 2005

Ms. Marlene H. Dortch
Secretary
Federal Communications Commission
445 12th Street, S.W.
Washington, D.C. 20554

Re: CS Docket No. 98-120, MB Docket No. 03-15

Dear Ms. Dortch:

On January 27, 2005, Jill Luckett, Senior Vice President, Program Network Policy, Michael S. Schooler, Deputy General Counsel, and the undersigned met with Johanna Mikes Shelton, Legal Advisor, and Eric Bash, Interim Legal Advisor, both of Commissioner Jonathan S. Adelstein's office. We discussed the growing carriage by cable operators of broadcaster's digital signals, as detailed in our *ex parte* filed January 26, 2005, in the above-referenced dockets.

We also discussed why "primary" used in the broadcast carriage statute must be read in a manner that sustains the statute's constitutionality and that this means "primary" means only "one."

If you have any questions, please contact the undersigned.

Respectfully submitted,

/s/ **Daniel L. Brenner**

Daniel L. Brenner

cc: Johanna Shelton
Eric Bash